

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

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In Re:

Civil Action No.
00 CV 2258 (JBW)

METLIFE DEMUTUALIZATION LITIGATION
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**DECLARATION OF LAURENCE D. PASKOWITZ IN SUPPORT OF
MOTION FOR A JOINT AWARD OF ATTORNEYS' FEES
TO COUNSEL FOR OBJECTOR STEVEN WALDMAN**

Laurence D. Paskowitz, under pain and penalty of perjury under the laws of the United States and the State of New York, does hereby declare and state:

1. I am the principal of Paskowitz & Associates, co-counsel to Objector Steven Waldman. I make this Declaration in support of the Motion for a joint fee award to my Firm and that of Roy Jacobs & Associates, as further set forth in the Declaration of Roy L. Jacobs filed herewith.

2. In connection with the Objection, I performed the following tasks as detailed in my daily time records, attached hereto as Exhibit A: (a) read the Court opinion preliminarily approving the Settlement, and the attendant Settlement Notice; (b) reviewed the key pleadings in the state court and federal class actions; (c) examined the structure and historical performance of the Closed Block; (d) compared the notice programs undertaken with regard to the notice of pendency and the Settlement; (e) examined the Stipulation of Settlement and analyzed instances of potential over-reaching by defendant MetLife, in terms of the allegedly excessive discretion it was granted as to the nature, value and distribution of the Closed Block Settlement Amount; (f) performed legal research on all substantive issues; (g) prepared a draft of the Objection; (h)

reviewed the legal and factual responses to the Objection filed by Class Counsel and MetLife; and (i) assisted in preparing co-counsel in connection with his presentation at the December 30, 2009 joint hearing.

3. In connection with the tasks summarized above, I expended 64.9 hours of time. At my ordinary hourly rate of \$595, my total lodestar is \$38,615.50. I have examined my daily time and have excluded 12 hours attributable to legal work pertaining to the adequacy of shareholder notice issues with respect to Mr. Waldman's objection. Accordingly, my adjusted hours are 52.9, and my adjusted lodestar is \$31,475.50, which is the amount sought in connection for the work performed by my Firm.

4. My hourly rate reflects my many years of experience specializing in consumer and securities class actions, insurance litigation, and complex business litigation. My firm's resume is attached hereto as Exhibit B.

Executed this 21st day of January, 2010.


Laurence D. Paskowitz